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and

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Counsel for Shopping.com

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DIVISION OF VIRGINIA  
RICHMOND DIVISION

In re:

Circuit City Stores, Inc.,  
et al.,

Debtors.

Chapter 11

Case No. 08-35653 (KRH)

Jointly Administered

**ORDER GRANTING MOTION TO FILE CERTAIN DOCUMENTS UNDER SEAL**

Upon consideration of the motion (the "Motion") for entry of an order pursuant to section 107(b)(1) of the Bankruptcy Code and Rule 9018 of the Federal Rules of Bankruptcy Procedure authorizing Shopping.com to file certain documents under seal, the Court finds that (i) it has jurisdiction over the matters raised in the Motion pursuant to 28 U.S.C. §§ 157 and 1334, (ii) this is a core proceeding pursuant to 28 U.S.C. § 157(b), (iii) proper and adequate notice of the Motion and the hearing thereon has been given and that no other or further notice is necessary, and (iv) good and sufficient cause exists for the granting of the relief requested in the Motion

after having given due deliberation upon the Motion and all of the proceedings had before the Court in connection with the Motion. Therefore,

**IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:**

1. The Motion is GRANTED.
2. Should it become necessary to file the Merchant Participation Agreement with the Court, Shopping.com is hereby authorized to file the confidential Merchant Participation Agreement, as defined in the Motion, under seal.
3. Let the Clerk issue copies of this Order to counsel of record.

ENTERED: \_\_\_\_\_

\_\_\_\_\_  
United States Bankruptcy Judge

I ask for this:

/s/ Kimberly A. Pierro  
KUTAK ROCK LLP  
Michael A. Condyles (Va. Bar No. 27807)  
Peter J. Barrett (Va. Bar No. 46179)  
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**LOCAL RULE 9022(C) CERTIFICATION**

I hereby certify under penalty of perjury that on December 24, 2008, I caused to be served a copy of the foregoing by first-class mail postage prepaid to on all necessary parties as follows:

SEE ATTACHED LIST

/s/ Kimberly A. Pierro

Circuit City Stores, Inc.  
Core Group Service List

NAME	ATTENTION	ADDRESS1	ADDRESS2	ADDRESS3	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	Email	Party/Function
CIRCUIT CITY STORES, LLC	REGINALD D. HEDGEBETH STATE CORPORATION COMMISSION	9550 MAYLAND DRIVE			RICHMOND	VA	23233		804-486-4000	804-527-4164		Debtor
COMMONWEALTH OF VIRGINIA CORPORATE SALES AND USE EMPLOYER WITHHOLDING, AND LITTER TAX	TYLER BUILDING	1300 E. MAIN STREET			RICHMOND	VA	23219		804-371-9967	804-371-9734		Government Agency
DEPARTMENT OF JUSTICE CIVIL DIVISION	VIRGINIA DEPARTMENT OF TAXATION	3600 WEST BROAD STREET			RICHMOND	VA	23230-4915		804-367-8037	804-254-6111		Government Agency
ENVIRONMENTAL PROTECTION AGENCY	ATTN: DIRECTOR	COMMERCIAL LITIGATION BRANCH	P.O. BOX 875	BEN FRANKLIN STATION	WASHINGTON	DC	20044		202-514-7164	202-307-0494		Government Agency
ENVIRONMENTAL PROTECTION AGENCY		1650 ARCH STREET			PHILADELPHIA	PA	19103-2029		215-814-2625	215-814-3005		Government Agency
ENVIRONMENTAL PROTECTION AGENCY	DIANA SAENZ OFFICE OF GENERAL COUNSEL	1200 PENNSYLVANIA AVENUE NW	SUITE 4209		WASHINGTON	DC	20004		202-272-0167	202-501-0461		Government Agency
ENVIRONMENTAL PROTECTION AGENCY		U.S. EPA MAILCODE 2337R	1300 PENNSYLVANIA AVENUE, N.W.	200 STATE STREET, 2ND FLOOR	WASHINGTON	DC	20004		202-564-4707	202-565-2478		Government Agency
FTI CONSULTING, INC.	MR. ROBERT J. DUFFY	MR. STEPHEN COULOMBE			BOSTON	MA	02109		617-887-1500	617-897-1510		Financial Advisors
INTERNAL REVENUE SERVICE	ATTN: LORELLO	400 N 8TH STREET BOX 76			RICHMOND	VA	23219		804-916-8954	804-916-8188		Government Agency
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OFFICE OF THE SECRETARY OF THE COMMONWEALTH		1111 EAST BROAD STREET, 4TH FLOOR			RICHMOND	VA	23219		804-786-2441	804-371-0017		Government Agency
OFFICE OF THE U.S. TRUSTEE	ROBERT B. VAN ARSDALE	701 E. BROAD ST	SUITE 4304		RICHMOND	VA	23219-1888		804-771-2310	804-771-2330		US Trustee
OFFICE OF THE UNITED STATES TRUSTEE	RICHMOND, VIRGINIA OFFICE	301			RICHMOND	VA	23219		804-771-2310	804-771-2330		United States Trustee
PACHULSKI STANG ZIEHL & JONES LLP	JEFFREY N POMERANTZ ESQ	10100 SANTA MONICA BLVD 11TH FL			LOS ANGELES	CA	90067-4100		310-277-4910	310-201-0760	jpomerantz@psjlaw.com	Counsel for The Official Committee of Unsecured Creditors
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SECRETARY OF TREASURY SECURITIES & EXCHANGE COMMISSION	ATTN: BANKRUPTCY UNIT	15TH & PENNSYLVANIA AVENUE, N.W.			WASHINGTON	DC	20020		202-622-2000	202-622-6415		Government Agency
SECURITIES & EXCHANGE COMMISSION	NATHAN FUCHS, ESQ.	15TH & PENNSYLVANIA AVENUE, N.W.			WASHINGTON	DC	20020		202-942-0900	202-942-9625		Government Agency
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TAVENNER & BERAN PLC	LYNN L TAVENNER ESQ PAULA S BERAN ESQ	20 N EIGHTH ST 2ND FL			RICHMOND	VA	23219		804-783-8300	804-783-0178	ltavener@tb-lawfirm.com pberan@tb-lawfirm.com	Counsel for The Official Committee of Unsecured Creditors